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Oct. 18. 2012 11:11AM

BRET HENDEE, P.A. 3-259-1106

p. 285

P. 1/1

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FLORIDA PROFIT/NON PROFIT CORPORATION

Medel AGP, Inc.

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ARTICLES OF INCORPORATION

12 OCT -8 AM 8:32

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Medel AGP, Inc.

THE UNDERSIGNED, acting as sole incorporator of **Medel AGP, Inc.**, (hereinafter the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, as hereinafter amended and modified (the "Act") hereby adopts the following Articles of Incorporation (the "Articles") for the Corporation:

ARTICLE I
NAME

The name of the Corporation is **Medel AGP, Inc.**

ARTICLE II
PRINCIPAL ADDRESS

The street address of the principal office of the Corporation is: 1301 Concord Terrace, Sunrise, Florida 33323. The mailing address of the principal office of the Corporation is: P.O. Box 559001, Fort Lauderdale, Florida 33355-9001.

ARTICLE III
PURPOSE

The nature of the business and purpose for which the Corporation is formed is to engage in any lawful act or activity for which a corporation may be organized under the Act.

ARTICLE IV
AUTHORIZED SHARES

This Corporation is authorized to issue two (2) classes of shares, Voting Common Stock, designated as "Class A Common Shares" and Non-Voting Common Stock, designated as "Class B Common Shares." The total number of shares of all classes of stock which this Corporation has authority to issue is ten thousand (10,000), which consists of one thousand (1,000) Class A Common Shares, and nine thousand (9,000) Class B Common Shares.

The relative rights, preferences and limitations of the Class A Common Shares and Class B Common Shares are identical in all respects, except that the voting power for the election of directors and for all other purposes is vested exclusively in the holders of the Class A Common Shares, and except as otherwise required by law, the holders of the Class B Common Shares shall not to have any voting power. In all matters in which they have the right to vote, the holders of Class A Common Shares shall have one (1) vote per share and the holders of Class B Common Shares shall have one (1) vote per share.

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ARTICLE V
DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of Directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, but in no event shall the number of the Directors be less than one (1). The name and address of the person who is to serve as the initial Director and until successor Directors are elected and qualified is as follows:

Roger J. Medel
1301 Concord Terrace
Sunrise, Florida 33323

ARTICLE VI
REGISTERED AGENT

The name and the Florida street address for the registered agent of the Corporation is: Brett Hendee, Esquire, c/o Brett Hendee, P.A., 1700 South MacDill Avenue, Suite 200, Tampa, Florida 33629.

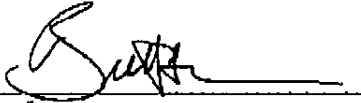
ARTICLE VII
INCORPORATOR

The name and address of the sole incorporator of the Corporation is: Brett Hendee, Esquire, 1700 South MacDill Avenue, Suite 200, Tampa, Florida 33629.

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IN WITNESS WHEREOF, the undersigned incorporator submits these Articles and affirm that the facts stated herein are true on the 8th day of October, 2012. The undersigned is aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statutes.


Brett Hendee, Incorporator

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ACCEPTANCE OF DESIGNATION

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the duties, and the undersigned is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 607, Florida Statutes.



Brett Hendee, Esquire
Brett Hendee, P.A.
1700 S MacDill Ave, STE 200
Tampa, FL 33629

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TALLAHASSEE, FLORIDA

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